

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-Q/A

X Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange  
- - Act of 1934: For the quarterly period ended January 31, 1997

OR

- - Transition report pursuant to Section 13 or 15(d) of the Securities  
Exchange Act of 1934: For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 0-27756

ALEXION PHARMACEUTICALS, INC.

-----  
(Exact name of registrant as specified in its charter)

DELAWARE  
-----  
(State or other  
jurisdiction of  
incorporation or  
organization)

13-3648318  
-----  
(I.R.S. Employer  
Identification No.)

25 SCIENCE PARK, SUITE 360, NEW HAVEN, CONNECTICUT 06511  
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(Address of principal executive offices) (Zip Code)

203-776-1790  
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(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports  
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of  
1934 during the preceding 12 months (or for such shorter period that the  
registrant was required to file such reports), and (2) has been subject to such  
filing requirements for the past 90 days.

Yes  No   
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CLASS -----	OUTSTANDING AT MARCH 5, 1997 -----
Common Stock, \$0.0001 par value	7,361,721

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ALEXION PHARMACEUTICALS, INC.  
(A Development Stage Company)

PART II. OTHER INFORMATION

Item 5. Other Information.

Item 6. Exhibits and Reports on Form 8-K

Exhibits

10.1 License and Collaborative Research Agreement between Alexion  
Pharmaceuticals, Inc. and Genetic Therapy, Inc. (Incorporated by  
reference from the Company's Registration Statement on Form S-1  
(File No. 333-19905) (Confidential Treatment has been requested  
for portions of such Exhibit)

27 Financial Data Schedule

Form 8-K

Form 8-K filed on February 21, 1997 relating to the adoption of a Shareholder Rights Plan.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ALEXION PHARMACEUTICALS, INC.

Date: March 17, 1997

By: /s/ LEONARD BELL, M.D.

-----  
Leonard Bell, M.D.  
President and Chief Executive Officer,  
Secretary and Treasurer (principal  
executive officer)

Date: March 17, 1997

By: /s/ DAVID W. KEISER

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David W. Keiser  
Executive Vice President and Chief  
Operating Officer (principal  
financial officer)

Date: March 17, 1997

By: /s/ BARRY P. LUKE

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Barry P. Luke  
Senior Director of Finance and  
Administration (principal accounting  
officer)

EXHIBIT INDEX

Exhibit	Description
----- 10.1	License and Collaborative Research Agreement between Alexion Pharmaceuticals, Inc. and Genetic Therapy, Inc. (Incorporated by reference from the Company's Registration Statement on Form S-1 (File No. 333-19905) (Confidential Treatment has been requested for portions of such Exhibit)
27	Financial Data Schedule

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE BALANCE SHEET, THE STATEMENT OF OPERATIONS, AND THE STATEMENT OF CASH FLOWS AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

1,000

6-MOS

	AUG-01-1996	JUL-31-1997	JAN-31-1997
			8,635
		6,762	
		0	
		0	
		0	
	15,629		2,985
	(2,252)		
	17,103		
1,260			0
0			0
			0
			1
		15,842	
17,103			0
	2,249		0
	5,302		
	0		
	0		
	(432)		
	(2,622)		
		(8)	
(2,614)			
	0		
	0		
			0
	(2,614)		
	(0.36)		
	(0.36)		